

**§ 20f. Charter**

This charter shall take effect upon its being accepted by a majority vote of the incorporators named herein who shall be present at said meeting, or at any other meeting specially called for that purpose; and notice of such acceptance shall be given by said corporation by causing a certificate to that effect signed by its president and secretary to be filed in the office of the Secretary of State.

(June 9, 1906, ch. 3065, § 6, 34 Stat. 228.)

**§ 20g. Reservation of right to amend or repeal chapter**

Congress reserves the right to alter, amend, or repeal this chapter.

(June 9, 1906, ch. 3065, § 7, 34 Stat. 228.)

**CHAPTER 2—BOY SCOUTS OF AMERICA**

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**§ 21. Corporation created**

Colin H. Livingstone and Ernest P. Bicknell, of Washington, District of Columbia; Benjamin L. Dulaney, of Bristol, Tennessee; Milton A. McRae, of Detroit, Michigan; David Starr Jordan, of Berkeley, California; F. L. Seely, of Asheville, North Carolina; A. Stamford White, of Chicago, Illinois; Daniel Carter Beard, of Flushing, New York; George D. Pratt, of Brooklyn, New York; Franklin C. Hoyt, Jeremiah W. Jenks, Charles P. Neill, Frank Presbrey, Edgar M. Robinson, Mortimer L. Schiff, and James E. West, of New York, New York; G. Barrett Rich, junior, of Buffalo, New York; Robert Garrett, of Baltimore, Maryland; John Sherman Hoyt, of Norwalk, Connecticut; Charles C. Jackson, of Boston, Massachusetts; John H. Nicholson, of Pittsburgh, Pennsylvania; William D. Murray, of Plainfield, New Jersey; and George D. Porter, of Philadelphia, Pennsylvania, their associates and successors, are created a body corporate and politic of the District of Columbia, where its domicile shall be.

(June 15, 1916, ch. 148, § 1, 39 Stat. 227.)

**SECTION REFERRED TO IN OTHER SECTIONS**

This section is referred to in section 25 of this title.

**§ 22. Name and powers of corporation**

The name of the corporation created by this chapter shall be "Boy Scouts of America", and by that name it shall have perpetual succession, with power to sue and be sued in courts of law and equity within the jurisdiction of the United States; to hold such real and personal estate as

shall be necessary for corporate purposes, and to receive real and personal property by gift, devise, or bequest; to adopt a seal, and the same to alter and destroy at pleasure; to have offices and conduct its business and affairs within and without the District of Columbia and in the several States and Territories of the United States; to make and adopt by-laws, rules, and regulations not inconsistent with the laws of the United States of America, or any State thereof, and generally to do all such acts and things (including the establishment of regulations for the election of associates and successors) as may be necessary to carry into effect the provisions of this chapter and promote the purposes of said corporation.

(June 15, 1916, ch. 148, § 2, 39 Stat. 227.)

**§ 23. Purposes of corporation**

The purpose of the corporation shall be to promote, through organization, and cooperation with other agencies, the ability of boys to do things for themselves and others, to train them in scoutcraft, and to teach them patriotism, courage, self-reliance, and kindred virtues, using the methods which were in common use by Boy Scouts on June 15, 1916.

(June 15, 1916, ch. 148, § 3, 39 Stat. 228.)

**§ 24. Acquisition of assets and liabilities of existing corporation; prohibition against issuance of stock or payment of dividends**

Said corporation may acquire, by way of gift, all the assets of the existing national organization of Boy Scouts, a corporation under the laws of the District of Columbia, and defray and provide for any debts or liabilities to the discharge of which said assets shall be applicable; but said corporation shall have no power to issue certificates of stock or to declare or pay dividends, its object and purposes being solely of a benevolent character and not for pecuniary profit to its members.

(June 15, 1916, ch. 148, § 4, 39 Stat. 228.)

**§ 25. Executive board; powers**

The governing body of the said Boy Scouts of America shall consist of an executive board composed of citizens of the United States. The number, qualifications, and terms of office of members of the executive board shall be prescribed by the by-laws. The persons mentioned in section 21 of this title shall constitute the first executive board and shall serve until their successors are elected and have qualified. Vacancies in the executive board shall be filled by a majority vote of the remaining members thereof. The bylaws may prescribe the number of members of the executive board necessary to constitute a quorum of the board, which number may be less than a majority of the whole number of the board. The executive board shall have power to make and to amend the bylaws, and, by a two-thirds vote of the whole board at a meeting called for this purpose, may authorize and cause to be executed mortgages and liens upon the property of the corporation. The executive board may, by resolution passed by a majority of the whole board, designate three or more of

their number to constitute an executive or governing committee, of which a majority shall constitute a quorum, which committee, to the extent provided in said resolution or in the bylaws of the corporation, shall have and exercise the powers of the executive board in the management of the business affairs of the corporation, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it. The executive board, by the affirmative vote of a majority of the whole board, may appoint any other standing committees, and such standing committees shall have and may exercise such powers as shall be conferred or authorized by the bylaws. With the consent in writing and pursuant to an affirmative vote of a majority of the members of said corporation, the executive board shall have authority to dispose in any manner of the whole property of the corporation.

(June 15, 1916, ch. 148, § 5, 39 Stat. 228.)

#### CROSS REFERENCES

Citizenship clause, see Const. Amend. 14, § 1.

### § 26. Annual and special meetings; quorum

An annual meeting of the incorporators, their associates and successors, shall be held once in every year after the year of incorporation, at such time and place as shall be prescribed in the bylaws, when the annual reports of the officers and executive board shall be presented and members of the executive board elected for the ensuing year. Special meetings of the corporation may be called upon such notice as may be prescribed in the bylaws. The number of members which shall constitute a quorum at any annual or special meeting shall be prescribed in the bylaws. The members and executive board shall have power to hold their meetings and keep the seal, books, documents, and papers of the corporation within or without the District of Columbia.

(June 15, 1916, ch. 148, § 6, 39 Stat. 228.)

### § 27. Exclusive right to emblems, badges, marks, and words or phrases

The corporation shall have the sole and exclusive right to have and to use, in carrying out its purposes, all emblems and badges, descriptive or designating marks, and words or phrases now or heretofore used by the Boy Scouts of America in carrying out its program, it being distinctly and definitely understood, however, that nothing in this chapter shall interfere or conflict with established or vested rights.

(June 15, 1916, ch. 148, § 7, 39 Stat. 228.)

#### CROSS REFERENCES

Right to wear uniforms, see section 772 of Title 10, Armed Forces.

Trade-mark provisions of section 1051 et seq. of Title 15 not to repeal or affect this section, see section 48 of act July 5, 1946, set out as a note under section 1051 of Title 15, Commerce and Trade.

### § 28. Annual report

On or before the 1st day of April of each year the said Boy Scouts of America shall make and

transmit to Congress a report of its proceedings for the year ending December 31 preceding.

(June 15, 1916, ch. 148, § 8, 39 Stat. 229; Aug. 30, 1964, Pub. L. 88-504, § 4(1), 78 Stat. 636.)

#### AMENDMENTS

1964—Pub. L. 88-504 struck out “, including a full, complete, and itemized report of receipts and expenditures, of whatever kind” after “December 31 preceding”.

### § 29. Reservation of right to amend or repeal chapter

Congress shall have the right to repeal, alter, or amend this chapter at any time.

(June 15, 1916, ch. 148, § 9, 39 Stat. 229.)

## CHAPTER 2A—GIRL SCOUTS OF AMERICA

#### Sec.

- 31. Corporation created.
- 32. Name and powers of corporation.
- 33. Purposes of corporation.
- 34. National Council; powers; board of directors; executive committee.
- 35. Regular and special meetings.
- 36. Exclusive right to emblems, badges, marks, and words or phrases.
- 37. Annual report.
- 38. Acquisition of assets and liabilities of existing corporation.
- 38a. Reservation of right to amend or repeal chapter.
- 39. Printing annual report.

### § 31. Corporation created

Mrs. Harry S. Truman, of Independence, Missouri; Mrs. Woodrow Wilson, of Washington, District of Columbia; Mrs. Calvin Coolidge, of Northampton, Massachusetts; Mrs. Franklin D. Roosevelt, of Hyde Park, New York; Mrs. Arthur O. Choate, of New York, New York; Mrs. Frederick H. Brooke, of Washington, District of Columbia; Mrs. Vance C. McCormick, of Harrisburg, Pennsylvania; Mrs. Harvey S. Mudd, of Los Angeles, California; Mrs. Alan H. Means, of Los Angeles, California; Mrs. C. Vaughan Ferguson, of Schenectady, New York; Doctor Mary H. S. Hayes, of New York, New York; Mrs. Walter N. Rothschild, of New York, New York; Mrs. Charles Kendrick, of San Francisco, California; Mrs. Frederick H. Bucholz, of Omaha, Nebraska; Mrs. Nathan Mobley, of Greenwich, Connecticut; Mrs. Amory Houghton, of Corning, New York; Mrs. Gordon Hunger, of Scarsdale, New York; Mrs. Charles H. Ridder, of New York, New York; Mrs. Paul Rittenhouse, of New York, New York; Mrs. Alfred R. Bachrach, of New York, New York; Mrs. Stanlee T. Bates, of Cleveland Heights, Ohio; Mrs. D. D. Bovaird, of Tulsa, Oklahoma; Mrs. W. Wright Byran, of Atlanta, Georgia; Mrs. R. A. Burnett, of Amarillo, Texas; Mrs. Cyril T. Carney, of Des Moines, Iowa; Mrs. Leonard G. Carpenter, of Crystal Bay, Minnesota; Mrs. Everett Case, of Hamilton, New York; Doctor Rosalind Cassidy, of Santa Monica, California; Mrs. H. S. Fenimore Cooper, of Cooperstown, New York; Mrs. J. Roger DeWitt, of Independence, Missouri; Mrs. R. T. Dozier, of Montgomery, Alabama; Mrs. Charles W. Farnsworth, of Concord, Massachusetts; Mrs. Merritt Farrell, of Newtown, Ohio; Mrs. W. V. M.